

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE and CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: November 17, 2009
	:	Hearing Date: TBD, if necessary

**FEE DETAIL FOR DAY PITNEY LLP'S
NINETY-SEVENTH INTERIM FEE APPLICATION FOR THE PERIOD
FROM AUGUST 1, 2009 THROUGH AUGUST 31, 2009**

¹ The Debtors consist of the following 62 entities: W. R. Grace and Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace and Co.-Conn., A-I Bit and Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., EandC Liquidating Corp., Emerson and Cuming, Inc.), Southern Oil, Resin and Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

EXHIBIT A**FEES FOR THE FEE PERIOD AUGUST 1, 2009 THROUGH AUGUST 31, 2009²**

Client: 482910 W.R. GRACE & CO.

Matter: 114715 NJDEP V. W.R. GRACE ET AL.

07/02/09	Assemble information re settlement demand history and prepare e-mail to co-counsel		
3	B. Moffitt	0.9	360.00
08/04/09	Memos with A. Marchetta and C. Donovan on strategy on matter		
14	W. Hatfield	0.3	124.50
08/04/09	Review memo from client on public notice issues and URS proposal and question on soil criteria		
14	W. Hatfield	0.4	166.00
08/04/09	Prepare memo to Grace on recommendation on soil criteria and Tech Reg requirements for notice and RAWP issues on soil cleanup		
14	W. Hatfield	0.6	249.00
08/04/09	Conference with W. Hatfield and follow up regarding notice issue on site		
14	A. Marchetta	0.5	320.00
08/04/09	Follow up regarding call to mediator		
14	A. Marchetta	0.3	192.00
08/10/09	Follow up call with Third Circuit Mediator, J. Torregrossa, regarding status of settlement discussions		
3	A. Marchetta	0.2	128.00
08/11/09	Telephone call from Third Circuit Mediator, Joe Torregrossa; telephone calls with State, e-mails with client and attorneys and follow up regarding settlement and settlement terms		
3	A. Marchetta	1.8	1,152.00
08/11/09	Work with A. Marchetta re settlement and statement language re same; various e-mails re settlement		
3	B. Moffitt	0.9	360.00

² Legend for Day Pitney LLP's fees:

3 = Litigation, category 15

18 = Fee Application (Applicant), category 11

14 = Case Administration, category 4

08/12/09	Follow up with State, B. Moffitt and J. Baer regarding motion papers regarding settlement and terms		
3	A. Marchetta	0.8	512.00
08/12/09	Review NJDEP's proposed revisions to settlement statement and draft e-mail re same; work with A. Marchetta re same		
3	B. Moffitt	0.4	160.00
08/13/09	Telephone call from client regarding information on terms and follow up regarding same		
3	A. Marchetta	0.5	320.00
08/13/09	Follow up with B. Moffitt regarding changes to "apology" letter and information regarding settlement		
3	A. Marchetta	0.7	448.00
08/13/09	Review various e-mails re proposed settlement statement and revise same; e-mail exchange with D.A.G. Dickinson		
3	B. Moffitt	0.5	200.00
08/14/09	Work with B. Moffitt regarding settlement and information to State regarding form of bankruptcy court papers; follow up with J. Baer regarding same		
3	A. Marchetta	1.3	832.00
08/14/09	Follow up re settlement and draft e-mail to D.A.G. Dickinson re same; work with A. Marchetta re same; review various e-mails re same		
3	B. Moffitt	1.1	440.00
08/18/09	Follow up regarding information on Hamilton notice issue and settlement		
3	A. Marchetta	0.5	320.00
08/19/09	Telephone call to mediator regarding status of appeal and work with B. Moffitt regarding e-mail to State on motion		
3	A. Marchetta	0.8	512.00
08/19/09	Telephone call from mediator		
3	A. Marchetta	0.3	192.00
08/19/09	Review message from Third Circuit Mediation Director and follow up with A. Marchetta re same		
3	B. Moffitt	0.2	80.00
08/19/09	Preparation of e-mail to D.A.G. Dickinson re settlement and work with A. Marchetta re same		
3	B. Moffitt	0.4	160.00

08/20/09	E-mail regarding mediator call; conference with B. Moffitt regarding same		
3	A. Marchetta	0.2	128.00
08/20/09	Follow up re settlement and prepare e-mail to J. Torregrossa re same;		
	review various e-mails		
3	B. Moffitt	0.5	200.00
08/31/09	Follow up with B. Moffitt and review issues regarding State and settlement		
3	A. Marchetta	0.4	256.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
W. Hatfield	1.30	415.00	539.50
A. Marchetta	8.30	640.00	5,312.00
B. Moffitt	4.90	400.00	1,960.00
TOTALS:	14.50		7,811.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	14	0.8		
	3	7.5	640.00	5,312.00
W. Hatfield	14	1.3	415.00	539.50
B. Moffitt	3	0.9		
	3	4.0	400.00	1,960.00
TOTALS:		<u>14.5</u>		<u>7,811.50</u>

Client: 482910 W.R. GRACE & CO.

Matter: 095992 CHAPTER 11 ADMINISTRATION

08/14/09 18	Draft June 2009 Fee Application documents K. Begley	0.8	200.00
08/18/09 14	Review, revise and follow up with K. Begley regarding Day Pitney's June 2009 Fee Application S. Zuber	0.3	148.50
08/18/09 18	Draft June 2009 Fee Application documents K. Begley	0.5	125.00
08/19/09 18	Revise and finalize June 2009 Fee Application; review and respond to e-mails regarding filing of same K. Begley	0.4	100.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
S. Zuber	0.30	495.00	148.50
K. Begley	1.70	250.00	425.00
TOTALS:	2.00		573.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
K. Begley	18	1.7	250.00	425.00
S. Zuber	14	0.3	495.00	148.50
TOTALS:		<u>2.0</u>		<u>573.50</u>

EXHIBIT B

EXHIBIT B

EXPENSES FOR THE FEE PERIOD AUGUST 1, 2009 THROUGH AUGUST 31, 2009

None.

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-1139 (JKF)
W. R. GRACE & CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: November 17, 2009
	:	Hearing Date: TBD, if necessary

VERIFICATION

ANTHONY J. MARCHETTA, after being duly sworn according to law, deposes
and says:

1. I am a partner with the applicant firm, Day Pitney LLP, and am a member in good standing of the bars of the State of New Jersey, the District of Columbia, the United States District Court for the District of New Jersey, the United States District Court for the Northern District of New York, the United States District Court for the Eastern District of New York, the United States District Court for the Southern District of New York, the United States District Court for the Western District of New York, the United States District Court for the District of

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

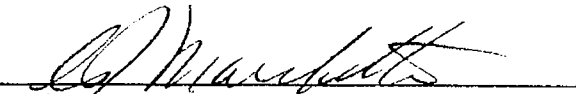
Colorado, the United States District Court for the Eastern District of Texas, the United States District Court for the Western District of Wisconsin, the United States Court of Appeals for the Third Circuit, the United States Court of Appeals for the Second Circuit, the United States Court of Appeals for the Federal Circuit, the United States Tax Court, and the United States Supreme Court.

2. I have personally performed certain of, and overseen, the legal services rendered by Day Pitney LLP as counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information, and belief.

Florham Park, New Jersey
Dated: October 28, 2009

Respectfully submitted,
DAY PITNEY LLP



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